

**COUNTY WOMEN'S NETWORK
BYLAWS FOR FY 2001-2002**

ARTICLE I – NAME

Section A The name of the organization is COUNTY WOMEN'S NETWORK, hereinafter referred to as CWN.

Section B The CWN shall be a non-profit organization for women.

ARTICLE II – OBJECTIVES

Section A The objectives of the CWN are to:

1. Foster personal, as well as professional growth and development, and promotion of women, by using the CWN's assets and resources for the benefit of the members.
2. Share knowledge and expertise by creating a mentoring and sponsoring environment.
3. Increase visibility of women in the workforce, promote awareness and equality in the workplace, and recognize accomplishments of members.
4. Provide opportunities to meet and exchange ideas and information, and to expand members' knowledge of governmental procedures and functions.

ARTICLE III – MEMBERSHIP AND DUES

Section A There shall be three (3) types of membership: Regular, Associate, and Honorary.

1. Regular membership shall be open to all: County employees, employees of offices governed by the Board of Supervisors, SANBAG, LAFCO, and Superintendent of Public Schools, and employees of the Superior Court of San Bernardino County, regardless of classification or length of employment.
2. Associate membership shall be open to all those who support the CWN's objectives. Associate members are entitled to all the rights of regular members except the right to vote or hold elected office.
3. Honorary membership may be bestowed annually upon an individual recognized by the majority of a current CWN Board of Directors.

Section B Annual dollar amount of dues shall be recommended by the CWN's board and subject to a majority approval of the voting membership. Dues shall be assessed on an annual basis in conjunction with the County's fiscal year. Members joining for the first time after December 31 shall be assessed one-half (1/2) the annual dues for that year.

Regular and Associate members shall be assessed annual dues on a sliding scale. Honorary members are not assessed an annual dues amount. The *sliding* scale is based upon annual income as follows:

\$50,000 + per annum: \$50.00
\$40,000 – 49,999 per annum: \$40.00
\$30,000 – 39,999 per annum: \$30.00
\$29,999 or less per annum: \$20.00

Section C Membership shall begin upon a payment of annual dues or, where applicable, prorated dues and continue as long as the member remains in good standing, which is defined as current on dues and no debts or obligations owed to the CWN.

Section D In order to serve the needs of the members countywide, programs will be established in West Valley and Desert Regions.

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ARTICLE IV – BOARD OF DIRECTORS

Section A The Board of Directors shall consist of thirteen (13) duly elected or appointed officers and the immediate Past President, known as Past President. The term of office shall be one (1) year, except for 2 positions assigned to the offices of the 1st Vice President for Programs and the 2nd Vice President for Mentoring. These two offices will be two-year terms of office with staggered elections.

To facilitate the transition of these offices, for this election position # 1 for each office will be for a two-year term of office ending on June 30, 2003 and position # 2 for each office will be for a one-year term of office ending on June 30, 2002. Thereafter in all subsequent elections the term of office for position # 1 will expire on June 30th of odd numbered fiscal years and the term of office for position # 2 will expire on June 30th of even numbered fiscal years

All members of the Board of Directors shall attend all board and regular meetings. The board assigns tasks not specifically outlined in the Standing Rules.

Section B The thirteen (13) elected officers are:

President
1st Vice President, Administration
1st Vice President, Communications
1st Vice President, Finance
1st Vice President, Programs (1st Position)
1st Vice President, Programs (2nd Position)
2nd Vice President, Membership
2nd Vice President, Publicity
2nd Vice President, Special Projects
2nd Vice President, Mentoring (1st Position)
2nd Vice President, Mentoring (2nd Position)
2nd Vice President, West Valley
2nd Vice President, Desert Regions

Section C The president shall call meetings of the board to transact the business of the CWN. Any board member may request that the president call a meeting. Each board member shall receive notice of board meetings at least three (3) days in advance, either verbally or in writing. Board members shall attend all board meetings, unless excused. No business of the CWN shall be transacted unless a majority of the board is present.

Section D The duties of the officers shall be as listed in the Standing Rules.

Section E The Past President shall be a non-voting member of the Board of Directors.

Section F An elected office shall be declared vacant by the president if an officer fails without cause to attend three (3) consecutive board meetings, resigns the office, or is separated from the County.

Section G If a vacancy occurs on the Board of Directors, the president shall make an appointment to the vacated position upon recommendation of the Nominations and Elections Committee, with the approval of a majority of the Board of Directors.

ARTICLE V – COMMITTEES

Section A There shall be three (3) standing committees: Business, Membership, and Nominations and Elections. There will be two Steering Committees, one for the West Valley and one for the Desert Regions. Each steering committee will be chaired by the 2nd vice president representing that region.

BUSINESS COMMITTEE shall be chaired by the 2nd Vice President, Special Projects and shall address matters of interest presented by the membership, the board or the Committee itself. This committee shall

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meet at least once within the fiscal year to review the: Bylaws and Standing Rules; Policy Statements; and propose any amendments to such as deemed necessary.

MEMBERSHIP COMMITTEE shall be chaired by the 2nd Vice President, Membership and shall be responsible for recruiting new members and for the promulgation of membership information regarding the organization. The 1st Vice-President, Finance shall be an ex-officio member.

NOMINATIONS AND ELECTIONS COMMITTEE shall be chaired by a CWN member appointed by the president and shall be responsible for nominating a slate of candidates for the annual election and for soliciting nominations for offices to be filled during the year.

Section B Each standing committee shall consist of a minimum of three (3) CWN members appointed by the chair.

Section C The chairs of the standing committees shall present progress reports of ongoing committee activities at the board meetings. All project-type committee activities shall be presented to the Board of Directors for approval prior to implementation. Projects shall not be carried out without prior board approval.

ARTICLE VI – MEETINGS AND QUORUM

Section A There shall be a minimum of six (6) regular meetings of the CWN each year to promote CWN objectives and to transact such business as shall come before the regular membership.

Section B No business of the CWN shall be conducted at any regular meeting unless there is a quorum present. A quorum shall be any thirty-three (33) members in good standing.

ARTICLE VII – ELECTIONS

Section A Nominations and Elections Committee:

1. The Chair of the Nominations and Elections Committee shall be appointed by the president during the first quarter following the election and installation of new officers. The Committee members' terms of office shall expire concurrently with the term of office of the elected officers. Any regular member in good standing is eligible for appointment to this Committee.
2. The president shall publish and distribute the names and mail stations of Committee members to all CWN members, either in the newsletter or by separate correspondence.
3. It shall be the duty of the Committee to solicit suggestions from members for nominations for offices to be filled.
4. The Committee shall be responsible for proposing nominees for office to the regular members for the annual election and to the board to fill vacancies which occur during the year.
5. The Committee shall study the leadership needs of the CWN and propose a slate of candidates with a minimum of one (1) nominee for election to each office. The consent of each nominee must be obtained before inclusion on the slate.
6. Members of the Committee may not be nominated for any CWN elected office unless they first resign from the Committee.

Section B The Nominations and Elections committee shall report its slate of nominations for CWN Board of Directors at the regular April meeting. Nominations may be made from the floor for any office, with the prior consent of the nominee, for inclusion on the ballot.

Section C Elections:

1. Elections shall take place annually by ballot.

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2. Ballots presenting the nominee(s) for each office shall be mailed by the Nominations and Elections Committee to all regular members in good standing after the general meeting in April.
3. At the option of the Committee, voted ballots shall be mailed to a designated member of the Committee at least one (1) week prior to the regular May meeting.
4. Voted ballots shall be counted and the results announced by the Committee at the regular May meeting.
5. The candidate receiving the most votes shall be declared elected provided, however, that a quorum (thirty-three) has voted.
6. No member may be elected to more than one office in a single election.
7. Nominations may be made from the floor for any office, unfilled by this election process, with the consent of the nominee, and a vote by voice or by hand shall elect the officer.

Section D Newly elected officers shall be installed by June 30 following announcement by the Nominations and Elections Committee of the results of the balloting. No member shall serve more than two (2) consecutive terms in the same office.

ARTICLE VIII – FINANCIAL

Section A The fiscal year shall be from the first day of July through the last day of June.

Section B The CWN budget shall be prepared annually by the 1st Vice President, Finance. The budget shall be submitted to the Board of Directors during the first quarter and be available for approval and adoption by the CWN Board of Directors by the end of the first quarter.

Section C The 1st Vice President, Finance shall sign all CWN checks. All checks must be co-signed by either the president or any other 1st vice president.

Section D An audit of CWN funds shall be made annually by an ad hoc Audit Committee appointed by the president. The audit shall be completed and available to members by October 1 of each year. An annual Operating Statement and Balance Sheet prepared by the 1st Vice President, Finance shall be published at the end of the fiscal year and available to all members by August 1 of each year.

ARTICLE IX – AMENDMENTS

Section A Proposed amendments to the CWN Bylaws or its Standing Rules may be introduced by anyone by submitting a written copy of the proposal to the president or the Chair of the Business Committee for consideration. The Business Committee shall present the proposed amendment to the Board of Directors for consideration at its next meeting. If the board determines the proposed amendment should be presented to members, the proposed amendment shall be submitted to a vote of the membership by mail ballot.

Section B Board reviewed proposed amendments to the Bylaws or Standing Rules shall be mailed to all members in good standing at least three (3) weeks before the date of the ballot count.

Section C Any proposed amendments to the Bylaws or Standing Rules shall require approval of a majority of the members voting.

Section D Bylaws and Standing Rules amendments shall become effective immediately upon completion of counting of the ballots unless otherwise stated on the ballot. If Bylaws and/or Standing Rules amendments are approved by the requisite number of members, the president shall communicate the results to the membership within 30 days of the ballot counting, either in the Newsletter or by separate correspondence.

ARTICLE X – DISSOLUTION

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Upon dissolution of the CWN, the remaining assets of the organization shall be disbursed to any bona fide non-profit or governmental organization in a manner determined by a majority vote of those members present and voting at a special meeting called by the president. No member of the CWN shall derive any pecuniary gain or profit from the disposition of assets of this organization.

ARTICLE XI – PARLIAMENTARY AUTHORITY

The parliamentary authority of the CWN shall be Robert's Rules of Order, Newly Revised.

**COUNTY WOMEN'S NETWORK
STANDING RULES FOR FY 00/01**

The duties of the CWN Board of Directors shall be as follows, except that the president may reassign, temporarily, any duties from one board member to another as long as both board members agree.

The President shall:

1. Enforce the CWN'S Bylaws and represent the CWN in all matters pertaining to the organization.
2. Preside at all meetings of the CWN.
3. Be an ex-officio member of all standing and ad hoc committees, with the exception of the Nominations and Elections Committee.
4. Sign all official correspondence and co-sign CWN checks.
5. Appoint a member to chair the Nominations and Elections Committee.
6. By August 1, assign the financial audit of the prior fiscal year to be completed by October 1.
7. Carry out other duties as required by the Bylaws.

The 1st Vice President of Administration shall:

1. In the absence of the president, assume the president's duties.
2. Serve as organization historian and maintain the historical files.
3. Co-sign CWN checks as necessary.
4. Coordinate the annual review of the Strategic Plan.
5. Coordinate the annual review of the Code of Ethics.
6. Carry out other duties as required by the Bylaws or designated by the president or the board.

The 1st Vice President of Finance shall:

1. Be custodian of the funds of the CWN.
2. Collect all dues and other money payable to the CWN and deposit same as directed by the board.
3. Disburse funds as approved by the board and sign all checks.
4. Keep a book of the accounts of the CWN and submit monthly reports, or as requested by the board.
5. File annual tax exempt status and return with Internal Revenue Service.
6. Carry out other duties as required by the Bylaws or designated by the president or the board.

The 1st Vice President of Communications shall:

1. Take, maintain and distribute to all board members accurate minutes of the board meetings.
2. Draft and type correspondence, as necessary.
3. Duplicate and distribute materials to all members.
4. Order and purchase supplies, as necessary.
5. Co-sign CWN checks as necessary.
6. Carry out other duties as required by the Bylaws or designated by the president or the board.

The 1st Vice Presidents of Programs 1st and 2nd Positions shall:

1. Plan programs and makes all necessary arrangements for speakers and introduce them at meetings.
2. Coordinate with the 2nd Vice President, Publicity to generate publicity for the program and events.
3. Coordinate an annual Recognition Event focusing on the achievements of women including those working within the County.
4. Co-sign CWN checks as necessary.
5. Carry out other duties as required by the Bylaws or designated by the president or the board.

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The 2nd Vice President, Membership:

1. Maintain an accurate roster of current members.
2. Develop annual membership goals for board approval.
3. Prepare membership drive programs – one per year to recruit new members.
4. Collect membership renewal notices and deliver membership statistics to 2nd Vice President, Publicity.
5. Mail member packet to each new member.
6. Maintain up-to-date mailing labels.
7. Carry out other duties as required by the Bylaws or designated by the president or the board.

The 2nd Vice President, Publicity:

1. Serve as public relations specialist and ensure that the CWN receives media coverage.
2. Coordinate all the graphic artwork through the use of volunteers and assure camera-ready materials are provided to the 1st Vice-President of Communications for duplication and distribution.
3. Be responsible for newsletter publications at least quarterly.
4. Purchase and have printed stationery and newsletter stock and provide to board members as needed.
5. Carry out other duties as required by the Bylaws or designated by the president or the board.

The 2nd Vice President, Special Projects shall:

1. Update and distribute an annual questionnaire to poll membership, with assistance from the 1st Vice President of Communications.
2. Compile and report on results of returned questionnaires to board and membership.
3. Coordinate the annual review of the Bylaws and Standing Rules and the Policy Statements.
4. Carry out other duties as required by the Bylaws or designated by the president or the board.

The 2nd Vice Presidents Mentoring 1st and 2nd Positions shall:

1. Coordinate the CWN Mentoring Program.
2. Develop and distribute CWN Mentoring Guidebooks.
3. Update and distribute the annual Mentoring Program's recruitment drive.
4. Assign and monitor Mentoring Circles.
5. Plan and coordinate the annual Recognition Event with the 1st Vice Presidents of Programs.
6. Carry out other duties as required by the Bylaws or designated by the president or the board.

The 2nd Vice Presidents, West Valley and Desert Regions shall:

1. Establish a Steering Committee responsible for:
 - a. Regional Promotion of CWN.
 - b. Regional recruitment of new members.
 - c. Sponsoring regional programs.
 - d. Carry out other duties as required by the Bylaws or designated by the president or the board.

The Past President shall:

1. Assist the president, board, and membership as requested.